

## FORM D

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

## FORM D

SEC

## OMB APPROVAL

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## SEC USE ONLY

Prefix Serial

DATE RECEIVED



06060123

NOTICE OF SALE OF SECURITIES  
PURSUANT TO REGULATION D, 210  
SECTION 4(6), AND/OR  
UNIFORM LIMITED OFFERING EXEMPTION

Name of Offering ( ☐ check if this is an amendment and name has changed, and indicate change.)

Series B-1 Preferred Stock Financing

Filing Under (Check box(es) that apply): ☐ Rule 504 ☐ Rule 505 ☒ Rule 506 ☐ Section 4(6) ☐ ULOE

Type of Filing: ☒ New Filing ☐ Amendment

1315913

## A. BASIC IDENTIFICATION DATA

1. Enter the information requested about the issuer

Name of Issuer ( ☐ check if this is an amendment and name has changed, and indicate change.)

Ardian, Inc.

Address of Executive Offices (Number and Street, City, State, Zip Code)  
1810A Embarcadero Road, Palo Alto, CA 94303

Telephone Number (Including Area Code)  
650-496-5540

Address of Principal Business Operations (Number and Street, City, State, Zip Code)  
(if different from Executive Offices)

Telephone Number (Including Area Code)

Brief Description of Business

Research and develop medical devices.

Type of Business Organization

☒ corporation

☐ limited partnership, already formed

☐ other (please specify):

☐ business trust

☐ limited partnership, to be formed

Actual or Estimated Date of Incorporation or Organization: Month   Year   ☒ Actual ☐ Estimated

Jurisdiction of Incorporation or Organization: (Enter two-letter U.S. Postal Service abbreviation for State:

CN for Canada; FN for other foreign jurisdiction)

PROCESSED  
OCT 31 2008  
THOMSON  
FINANCIAL

## GENERAL INSTRUCTIONS

## Federal:

*Who Must File:* All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

*When To File:* A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

*Where To File:* U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

*Copies Required:* Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

*Information Required:* A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

*Filing Fee:* There is no federal filing fee.

## State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

## ATTENTION

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

SEC 1972 (5-05)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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American LegalNet, Inc.  
www.USGovtForms.com

**A. BASIC IDENTIFICATION DATA**

2. Enter the information requested for the following:

- Each promoter of the issuer, if the issuer has been organized within the past five years;
- Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer.
- Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and
- Each general and managing partner of partnership issuers.

Check Box(es) that Apply: ☐ Promoter ☐ Beneficial Owner ☒ Executive Officer ☒ Director ☐ General and/or Managing Partner

Full Name (Last name first, if individual)

Cleeland, Andrew

Business or Residence Address (Number and Street, City, State, Zip Code)

1810A Embarcadero Road, Palo Alto, CA 94303

Check Box(es) that Apply: ☐ Promoter ☒ Beneficial Owner ☐ Executive Officer ☒ Director ☐ General and/or Managing Partner

Full Name (Last name first, if individual)

Bellas, Jr., Robert

Business or Residence Address (Number and Street, City, State, Zip Code)

c/o Morgenthaler Partners VII, L.P., 2710 Sand Hill Road, Menlo Park, CA 94025

Check Box(es) that Apply: ☐ Promoter ☒ Beneficial Owner ☐ Executive Officer ☒ Director ☐ General and/or Managing Partner

Full Name (Last name first, if individual)

Gifford, III, Hanson

Business or Residence Address (Number and Street, City, State, Zip Code)

199 Jefferson Drive, Menlo Park, CA 94025

Check Box(es) that Apply: ☐ Promoter ☒ Beneficial Owner ☐ Executive Officer ☒ Director ☐ General and/or Managing Partner

Full Name (Last name first, if individual)

Plain, Jr., Henry

Business or Residence Address (Number and Street, City, State, Zip Code)

199 Jefferson Drive, Menlo Park, CA 94025

Check Box(es) that Apply: ☐ Promoter ☒ Beneficial Owner ☐ Executive Officer ☒ Director ☐ General and/or Managing Partner

Full Name (Last name first, if individual)

Popp, MD, Richard

Business or Residence Address (Number and Street, City, State, Zip Code)

c/o Advanced Technology Partners, 485 Ramona Street, Suite 200, Palo Alto, CA 94301

Check Box(es) that Apply: ☐ Promoter ☒ Beneficial Owner ☐ Executive Officer ☒ Director ☐ General and/or Managing Partner

Full Name (Last name first, if individual)

Will, Allan

Business or Residence Address (Number and Street, City, State, Zip Code)

c/o St. Paul Venture Capital VI, LLC, Suite 550, 10400 Viking Drive, Eden Prairie, MN 55344

Check Box(es) that Apply: ☐ Promoter ☒ Beneficial Owner ☐ Executive Officer ☐ Director ☐ General and/or Managing Partner

Full Name (Last name first, if individual)

Morgenthaler Partners VII, L.P.

Business or Residence Address (Number and Street, City, State, Zip Code)

2710 Sand Hill Road, Menlo Park, CA 94025

2. Enter the information requested for the following:

- Each promoter of the issuer, if the issuer has been organized within the past five years;
- Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer.
- Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and
- Each general and managing partner of partnership issuers.

Check Box(es) that Apply: ☐ Promoter ☒ Beneficial Owner ☐ Executive Officer ☐ Director ☐ General and/or Managing Partner

Full Name (Last name first, if individual)

St. Paul Venture Capital VI, LLC

Business or Residence Address (Number and Street, City, State, Zip Code)

Suite 550, 10400 Viking Drive, Eden Prairie, MN 55344

Check Box(es) that Apply: ☐ Promoter ☒ Beneficial Owner ☐ Executive Officer ☐ Director ☐ General and/or Managing Partner

Full Name (Last name first, if individual)

Advanced Technology Ventures VII, L.P. and Affiliates

Business or Residence Address (Number and Street, City, State, Zip Code)

485 Ramona Street, Suite 200, Palo Alto, CA 94301

Check Box(es) that Apply: ☐ Promoter ☒ Beneficial Owner ☐ Executive Officer ☐ Director ☐ General and/or Managing Partner

Full Name (Last name first, if individual)

Henry A. Plain, Jr. and Lisa M. Plain, Trustees of The Plain Family Trust U/D/T dated September 7, 1994

Business or Residence Address (Number and Street, City, State, Zip Code)

199 Jefferson Drive, Menlo Park, CA 94025

Check Box(es) that Apply: ☐ Promoter ☒ Beneficial Owner ☐ Executive Officer ☐ Director ☐ General and/or Managing Partner

Full Name (Last name first, if individual)

Mark and Laura Deem, Trustees of the Deem Family Trust u/t/a dated September 1, 2004

Business or Residence Address (Number and Street, City, State, Zip Code)

685 Sierra Ave., Mountain View, CA 94041

Check Box(es) that Apply: ☐ Promoter ☐ Beneficial Owner ☐ Executive Officer ☐ Director ☐ General and/or Managing Partner

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

Check Box(es) that Apply: ☐ Promoter ☐ Beneficial Owner ☐ Executive Officer ☐ Director ☐ General and/or Managing Partner

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

Check Box(es) that Apply: ☐ Promoter ☐ Beneficial Owner ☐ Executive Officer ☐ Director ☐ General and/or Managing Partner

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

**B. INFORMATION ABOUT OFFERING**

1. Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering? ..... ☐ Yes ☒ No
- Answer also in Appendix, Column 2, if filing under ULOE.
2. What is the minimum investment that will be accepted from any individual? ..... \$ N/A
3. Does the offering permit joint ownership of a single unit? ..... ☒ Yes ☐ No
4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

Name of Associated Broker or Dealer

States in Which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) ..... ☐ All States

AL	AK	AZ	AR	CA	CO	CT	DE	DC	FL	GA	HI	ID
IL	IN	IA	KS	KY	LA	ME	MD	MA	MI	MN	MS	MO
MT	NE	NV	NH	NJ	NM	NY	NC	ND	OH	OK	OR	PA
RI	SC	SD	TN	TX	UT	VT	VA	WA	WV	WI	WY	PR

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

Name of Associated Broker or Dealer

States in Which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) ..... ☐ All States

AL	AK	AZ	AR	CA	CO	CT	DE	DC	FL	GA	HI	ID
IL	IN	IA	KS	KY	LA	ME	MD	MA	MI	MN	MS	MO
MT	NE	NV	NH	NJ	NM	NY	NC	ND	OH	OK	OR	PA
RI	SC	SD	TN	TX	UT	VT	VA	WA	WV	WI	WY	PR

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

Name of Associated Broker or Dealer

States in Which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) ..... ☐ All States

AL	AK	AZ	AR	CA	CO	CT	DE	DC	FL	GA	HI	ID
IL	IN	IA	KS	KY	LA	ME	MD	MA	MI	MN	MS	MO
MT	NE	NV	NH	NJ	NM	NY	NC	ND	OH	OK	OR	PA
RI	SC	SD	TN	TX	UT	VT	VA	WA	WV	WI	WY	PR

(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

**C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS**

1. Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if the answer is "none" or "zero." If the transaction is an exchange offering, check this box ☐ and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.

Type of Security	Aggregate Offering Price	Amount Already Sold
Debt.....	\$ 0	\$ 0
Equity.....	\$ 10,125,000.00	\$ 10,075,000.00
<input type="checkbox"/> Common <input checked="" type="checkbox"/> Preferred		
Convertible Securities (including warrants) .....	\$ 0	\$ 0
Partnership Interests .....	\$ 0	\$ 0
Other (Specify .....) .....	\$ 0	\$ 0
Total.....	\$ 10,125,000.00	\$ 10,075,000.00

Answer also in Appendix, Column 3, if filing under ULOE.

2. Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."

	Number Investors	Aggregate Dollar Amount of Purchases
Accredited Investors .....	9	\$ 10,075,000.00
Non-accredited Investors .....	0	\$ 0
Total (for filings under Rule 504 only).....	0	\$ 0

Answer also in Appendix, Column 4, if filing under ULOE.

3. If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C — Question 1.

Type of Offering	Type of Security	Dollar Amount Sold
Rule 505 .....	0	\$ 0
Regulation A.....	0	\$ 0
Rule 504 .....	0	\$ 0
Total .....	0	\$ 0

- 4 a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the insurer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.

Transfer Agent's Fees .....	<input type="checkbox"/> \$	
Printing and Engraving Costs.....	<input type="checkbox"/> \$	
Legal Fees.....	<input checked="" type="checkbox"/> \$	72,400.00
Accounting Fees.....	<input type="checkbox"/> \$	
Engineering Fees.....	<input type="checkbox"/> \$	
Sales Commissions (specify finders' fees separately) .....	<input type="checkbox"/> \$	
Other Expenses (identify) .....	<input type="checkbox"/> \$	
Total.....	<input checked="" type="checkbox"/> \$	72,400.00

**C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS**

b. Enter the difference between the aggregate offering price given in response to Part C — Question 1 and total expenses furnished in response to Part C — Question 4.a. This difference is the "adjusted gross proceeds to the issuer."


\$ 10,052,600.00

5. Indicate below the amount of the adjusted gross proceed to the issuer used or proposed to be used for each of the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C — Question 4.b above.

	Payments to Officers, Directors, & Affiliates	Payments to Others
Salaries and fees.....	<input type="checkbox"/> \$ _____	<input type="checkbox"/> \$ _____
Purchase of real estate.....	<input type="checkbox"/> \$ _____	<input type="checkbox"/> \$ _____
Purchase, rental or leasing and installation of machinery and equipment.....	<input type="checkbox"/> \$ _____	<input type="checkbox"/> \$ _____
Construction or leasing of plant buildings and facilities.....	<input type="checkbox"/> \$ _____	<input type="checkbox"/> \$ _____
Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger).....	<input type="checkbox"/> \$ _____	<input type="checkbox"/> \$ _____
Repayment of indebtedness.....	<input type="checkbox"/> \$ _____	<input type="checkbox"/> \$ _____
Working capital.....	<input type="checkbox"/> \$ _____	<input type="checkbox"/> \$ _____
Other (specify): _____	<input type="checkbox"/> \$ _____	<input checked="" type="checkbox"/> \$ 10,052,600.00
.....	<input type="checkbox"/> \$ _____	<input type="checkbox"/> \$ _____
.....	<input type="checkbox"/> \$ _____	<input type="checkbox"/> \$ _____
Column Totals .....	<input type="checkbox"/> \$ _____	<input checked="" type="checkbox"/> \$ 10,052,600.00
Total Payments Listed (column totals added).....		<input checked="" type="checkbox"/> \$ 10,052,600.00

**D. FEDERAL SIGNATURE**

The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502.

Issuer (Print or Type) Ardian, Inc.	Signature 	Date October 17, 2006
Name of Signer (Print or Type) J. Casey McGlynn	Title of Signer (Print or Type) Secretary	

**ATTENTION**

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

Report Date : 10/13/06  
Date Printed : 10/13/06 at 11:04:46 AM

Ardian, Inc.

Page 1 of 1

CORPORATE OFFICERS  
(Current Officers Listing)

Office Held	Name and Address	Date of Birth	Date First Elected	Section 16 Position	Indem. Agt.
PRESIDENT AND CHIEF EXECUTIVE OFFICER	Andrew Cleeland (Home Address/cc to) 263 Shearwater Isle Foster City, CA 94404 (Business) Ardian, Inc. 1810A Embarcadero Road Palo Alto, CA 94303 1st Telephone: 650-496-5540 1st Telecopy: 650-496-5556 2nd Telecopy:				Yes
CHAIRMAN OF THE BOARD	Hanson S. Gifford III (Business) 199 Jefferson Drive Menlo Park, CA 94025 2nd Telecopy:		01/24/06		
SECRETRAY	J. Casey McGlynn (Business) Wilson, Sonsini, Goodrich & Rosati 650 Page Mill Road Palo Alto, CA 94304-1050 1st Telephone: (650) 493-9300 2nd Telecopy:		10/08/03		
ASSISTANT SECRETARY	Philip H. Oettinger (Business) Wilson, Sonsini, Goodrich & Rosati 650 Page Mill Road Palo Alto, CA 94304-1050 1st Telephone: (650) 493-9300 2nd Telecopy:		10/08/03		

No. of Officers : 4



**Ardian, Inc.**  
**Series B-1 Preferred Stock Financing**  
Price Per Share

\$1.60

**Received**

Board Consent  
Robert E. Bellas, Jr.  
Andrew D. Cleeland  
Hanson S. Gifford III  
Hank Plain, Jr.  
Richard L. Popp, M.D.  
Allen Will

**First Closing: October 11, 2006**

Company  
Morgenthaler Partners VII, L.P.  
St. Paul Venture Capital VI, LLC  
Advanced Technology Ventures VII, L.P.  
Advanced Technology Ventures VII (B), L.P.  
ATV Entrepreneurs VII, L.P.  
WS Investment Company, LLC (2006)  
OCI Limited  
Hanson S. Gifford III  
Plain Trust  
Deem Trust  
Kara Liebig

State	SPA	IRA	ROFR	Voting	Proposed Investment	Actual Investment	Evidence	Shares	A/R Cert.	Compliance	Sec. Cert.	Back-Up Cert.
CA	F	F	F	F	\$3,500,000.00	\$3,500,000.00	Wire	2,187,500.00	F	F	F	F
MN	F	F	F	F	\$3,500,000.00	\$3,500,000.00	Wire	2,187,500.00				
CA	F	F	F	F	\$2,815,902.40	\$2,815,902.40	Wire	1,759,939.00				
CA	F	F	F	F	\$113,000.00	\$113,000.00	Wire	70,625.00				
CA	F	F	F	F	\$54,315.20	\$54,315.20	Wire	33,947.00				
CA	F	F	F	F	\$16,782.40	\$16,782.40	Wire	10,489.00				
CA	X	X	X	X	\$35,000.00	\$35,000.00	Check	21,875.00				
CA	X	X	X	X	\$15,000.00	\$15,000.00	Check	9,375.00				
Foreign	F	F	F	F	\$25,000.00	\$25,000.00	Wire	15,625.00				
						\$10,075,000.00		6,296,875.00				

**Second Closing: [ ]**

Jon W. Salvesson

**WSGR**

Legal Opinion  
Assistant Secretary Certificate  
Stock Certificates  
Blue Sky Memo  
Good Standing Certificates  
Form D  
KM Report

State	SPA	IRA	ROFR	Voting	Proposed Investment	Actual Investment	Evidence	Shares	A/R Cert.	Compliance	Sec. Cert.	Back-Up Cert.
MN					\$50,000.00							

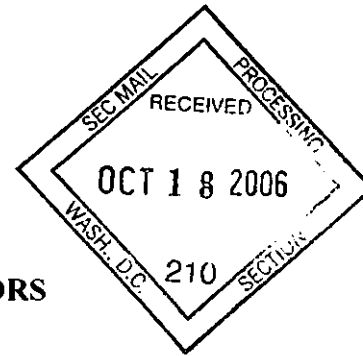
**First Closing**

7	CA	\$6,550,000.00
1	MN	\$3,500,000.00
1	Foreign	\$25,000.00
9		\$10,075,000.00



**EXHIBIT A**

**SCHEDULE OF INVESTORS**



**First Closing: October 11, 2006**

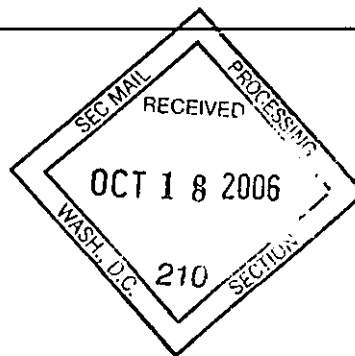
<b><u>Investors</u></b>	<b><u>Shares of Preferred Stock</u></b>	<b><u>Purchase Price</u></b>
<b>MORGENTHALER PARTNERS VII, L.P.</b> 2710 Sand Hill Road Menlo Park, CA 94025 Attn: Mr. Robert C. Bellas, Jr. Facsimile Number: (650) 388-7619 E-Mail: <a href="mailto:rbellas@morgenthaler.com">rbellas@morgenthaler.com</a>	2,187,500	\$3,500,000.00
<b>ST. PAUL VENTURE CAPITAL VI, LLC</b> c/o Split Rock Partners, LLC Suite 550 10400 Viking Drive Eden Prairie, MN 55344 Attn: Joshua Baltzell Facsimile Number: (952) 995-7475 E-Mail: <a href="mailto:josh@splitrockpartners.com">josh@splitrockpartners.com</a>	2,187,500	\$3,500,000.00
<b>ADVANCED TECHNOLOGY VENTURES VII, L.P.</b> 485 Ramona Street, Suite 200 Palo Alto, CA 94301 Attn: Michael Carusi Phone Number: (650) 321-8601 Facsimile Number: (650) 321-0934	1,759,939	\$2,815,902.40
<b>ADVANCED TECHNOLOGY VENTURES VII (B), L.P.</b> 485 Ramona Street, Suite 200 Palo Alto, CA 94301 Attn: Michael Carusi Phone Number: (650) 321-8601 Facsimile Number: (650) 321-0934	70,625	\$113,000.00

<u>Investors</u>	<u>Shares of Preferred Stock</u>	<u>Purchase Price</u>
<b>ADVANCED TECHNOLOGY VENTURES VII (C), L.P.</b> 485 Ramona Street, Suite 200 Palo Alto, CA 94301 Attn: Michael Carusi Phone Number: (650) 321-8601 Facsimile Number: (650) 321-0934	33,947	\$54,315.20
<b>ATV ENTREPRENEURS VII, L.P.</b> 485 Ramona Street, Suite 200 Palo Alto, CA 94301 Attn: Michael Carusi Phone Number: (650) 321-8601 Facsimile Number: (650) 321-0934	10,489	\$16,782.40
<b>WS INVESTMENT COMPANY, LLC (2006A)</b> 650 Page Mill Road Palo Alto, CA 94304-1050 Attn: J. Casey McGlynn Phone Number: (650) 493-9300 Facsimile Number: (650) 493-6811 E-Mail: <a href="mailto:jmcglynn@wsgr.com">jmcglynn@wsgr.com</a>	21,875	\$35,000.00
<b>WS INVESTMENT COMPANY, LLC (2006D)</b> 650 Page Mill Road Palo Alto, CA 94304-1050 Attn: J. Casey McGlynn Phone Number: (650) 493-9300 Facsimile Number: (650) 493-6811 E-Mail: <a href="mailto:jmcglynn@wsgr.com">jmcglynn@wsgr.com</a>	9,375	\$15,000.00
<b>OCI LIMITED</b> c/o WPB AG Scheideggstrasse 73 CH-8038 Zurich Switzerland Attn: Frank Katzensteiner Phone Number: 41 1 206 47 47 Facsimile Number: 41 1 206 47 49 E-Mail: <a href="mailto:fkatzensteiner@wpb.ch">fkatzensteiner@wpb.ch</a>	15,625	\$25,000.00
<b><u>First Closing Total:</u></b>	<b>6,296,875</b>	<b>\$10,075,000.00</b>

**Second Closing: [ ]**

<u>Investors</u>	<u>Shares of Preferred Stock</u>	<u>Purchase Price</u>
<b>Jon W. Salveson</b> Piper Jaffray & Co. 800 Nicollet Mall J10N01 Minneapolis, MN 55402 E-Mail: <a href="mailto:jon.w.salveson@pjc.com">jon.w.salveson@pjc.com</a>	31,250	\$50,000.00
<b><u>Second Closing Total</u></b>	<b>31,250</b>	<b>\$50,000.00</b>
<b><u>All Closings Total</u></b>		

Shareholder	Class/Series Name	Total Shares	% of Class/Series
Morgenthaler Partners VII, L.P.	All (As if converted)	5,355,682.00	29.7049
St. Paul Venture Capital VI, LLC	All (As if converted)	5,355,682.00	29.7049
Advanced Technology Ventures VII, L.P.	All (As if converted)	4,056,948.00	22.5015
Hanson S. Gifford III	All (As if converted)	972,000.00	5.3911
A. Henry A. Plain, Jr. and Lisa M. Plain, Trustees of The Plain Family Trust U/D/T dated September 7, 1994	All (As if converted)	891,000.00	4.9419
Mark and Laura Deem, Trustees of the Deem Family Trust u/t/a dated September 1, 2004	All (As if converted)	675,000.00	3.7438
Advanced Technology Ventures VII (B), L.P.	All (As if converted)	162,803.00	0.9030
Kara L. Liebig	All (As if converted)	162,000.00	0.8985
G&L Consulting, LLC	All (As if converted)	100,000.00	0.5546
Advanced Technology Ventures VII (C), L.P.	All (As if converted)	78,254.00	0.4340
OCI Limited	All (As if converted)	38,352.00	0.2127
Jon Salvesson	All (As if converted)	34,090.00	0.1891
GC&H Investments, LLC	All (As if converted)	28,409.00	0.1576
Thomas Schnettler	All (As if converted)	22,727.00	0.1261
WS Investment Company, LLC (2006A)	All (As if converted)	21,875.00	0.1213
WS Investment Company, LLC (2004A)	All (As if converted)	17,272.00	0.0958
ATV Entrepreneurs VI, L.P.	All (As if converted)	13,687.00	0.0759
WS Investment Company, LLC (2004D)	All (As if converted)	11,136.00	0.0618
ATV Entrepreneurs VII, L.P.	All (As if converted)	10,489.00	0.0582
WS Investment Company, LLC (2006D)	All (As if converted)	9,375.00	0.0520
ATV Alliance 2003, L.P.	All (As if converted)	7,364.00	0.0408
Edward Gifford	All (As if converted)	3,500.00	0.0194
Yonitte Hindawi	All (As if converted)	2,000.00	0.0111
<b>No. of Shareholders: 23</b>	<b>All (As if converted)</b>	<b>18,029,645.00</b>	<b>100.0000</b>
✓ Morgenthaler Partners VII, L.P.	All Preferred (As if converted)	5,355,682.00	35.1789
✓ St. Paul Venture Capital VI, LLC	All Preferred (As if converted)	5,355,682.00	35.1789
✓ Advanced Technology Ventures VII, L.P.	All Preferred (As if converted)	4,056,948.00	26.6481
Advanced Technology Ventures VII (B), L.P.	All Preferred (As if converted)	162,803.00	1.0694
Advanced Technology Ventures VII (C), L.P.	All Preferred (As if converted)	78,254.00	0.5140
OCI Limited	All Preferred (As if converted)	38,352.00	0.2519
Jon Salvesson	All Preferred (As if converted)	34,090.00	0.2239
GC&H Investments, LLC	All Preferred (As if converted)	28,409.00	0.1866
Thomas Schnettler	All Preferred (As if converted)	22,727.00	0.1493
WS Investment Company, LLC (2006A)	All Preferred (As if converted)	21,875.00	0.1437
WS Investment Company, LLC (2004A)	All Preferred (As if converted)	17,272.00	0.1135
ATV Entrepreneurs VI, L.P.	All Preferred (As if converted)	13,687.00	0.0899
WS Investment Company, LLC (2004D)	All Preferred (As if converted)	11,136.00	0.0731
ATV Entrepreneurs VII, L.P.	All Preferred (As if converted)	10,489.00	0.0689
WS Investment Company, LLC (2006D)	All Preferred (As if converted)	9,375.00	0.0616
ATV Alliance 2003, L.P.	All Preferred (As if converted)	7,364.00	0.0484
<b>No. of Shareholders: 16</b>	<b>All Preferred (As if converted)</b>	<b>15,224,145.00</b>	<b>100.0000</b>
✓ Hanson S. Gifford III	COMMON STOCK	972,000.00	34.6462



Shareholder	Class/Series Name	Total Shares	% of Class/Series
A. Henry A. Plain, Jr. and Lisa M. Plain, Trustees of The Plain Family Trust U/D/T dated September 7, 1994	COMMON STOCK	891,000.00	31.7590
Mark and Laura Deem, Trustees of the Deem Family Trust u/t/a dated September 11, 2004	COMMON STOCK	675,000.00	24.0599
Kara L. Liebig	COMMON STOCK	162,000.00	5.7744
G&L Consulting, LLC	COMMON STOCK	100,000.00	3.5644
Edward Gifford	COMMON STOCK	3,500.00	0.1248
Yonitte Hindawi	COMMON STOCK	2,000.00	0.0713
<b>No. of Shareholders: 7</b>	<b>COMMON STOCK</b>	<b>2,805,500.00</b>	<b>100.0000</b>
Morgenthaler Partners VII, L.P.	SERIES A PREFERRED STOCK	1,350,000.00	50.0000
St. Paul Venture Capital VI, LLC	SERIES A PREFERRED STOCK	1,350,000.00	50.0000
<b>No. of Shareholders: 2</b>	<b>SERIES A PREFERRED STOCK</b>	<b>2,700,000.00</b>	<b>100.0000</b>
Advanced Technology Ventures VII, L.P.	SERIES B PREFERRED STOCK	2,297,009.00	36.8863
Morgenthaler Partners VII, L.P.	SERIES B PREFERRED STOCK	1,818,182.00	29.1971
St. Paul Venture Capital VI, LLC	SERIES B PREFERRED STOCK	1,818,182.00	29.1971
Advanced Technology Ventures VII (B), L.P.	SERIES B PREFERRED STOCK	92,178.00	1.4802
Advanced Technology Ventures VII (C), L.P.	SERIES B PREFERRED STOCK	44,307.00	0.7115
Jon Salvesson	SERIES B PREFERRED STOCK	34,090.00	0.5474
GC&H Investments, LLC	SERIES B PREFERRED STOCK	28,409.00	0.4562
OCI Limited	SERIES B PREFERRED STOCK	22,727.00	0.3650
Thomas Schnettler	SERIES B PREFERRED STOCK	22,727.00	0.3650
WS Investment Company, LLC (2004A)	SERIES B PREFERRED STOCK	17,272.00	0.2774
ATV Entrepreneurs VI, L.P.	SERIES B PREFERRED STOCK	13,687.00	0.2198
WS Investment Company, LLC (2004D)	SERIES B PREFERRED STOCK	11,136.00	0.1788
ATV Alliance 2003, L.P.	SERIES B PREFERRED STOCK	7,364.00	0.1183
<b>No. of Shareholders: 13</b>	<b>SERIES B PREFERRED STOCK</b>	<b>6,227,270.00</b>	<b>100.0000</b>
Morgenthaler Partners VII, L.P.	SERIES B-1 PREFERRED STOCK	2,187,500.00	34.7395
St. Paul Venture Capital VI, LLC	SERIES B-1 PREFERRED STOCK	2,187,500.00	34.7395
Advanced Technology Ventures VII, L.P.	SERIES B-1 PREFERRED STOCK	1,759,939.00	27.9494
Advanced Technology Ventures VII (B), L.P.	SERIES B-1 PREFERRED STOCK	70,625.00	1.1216
Advanced Technology Ventures VII (C), L.P.	SERIES B-1 PREFERRED STOCK	33,947.00	0.5391
WS Investment Company, LLC (2006A)	SERIES B-1 PREFERRED STOCK	21,875.00	0.3474
OCI Limited	SERIES B-1 PREFERRED STOCK	15,625.00	0.2481
ATV Entrepreneurs VII, L.P.	SERIES B-1 PREFERRED STOCK	10,489.00	0.1666
WS Investment Company, LLC (2006D)	SERIES B-1 PREFERRED STOCK	9,375.00	0.1489
<b>No. of Shareholders: 9</b>	<b>SERIES B-1 PREFERRED STOCK</b>	<b>6,296,875.00</b>	<b>100.0000</b>
<b>No. of Shareholders of All Class/Series Name :</b>	<b>23</b>		

Report Date : 10/13/06  
Date Printed : 10/13/06 at 11:04:37 AM

Ardian, Inc.  
BOARD OF DIRECTORS  
(Current Directors Listing)

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Name and Address	Date of Birth	Date First Elected	Indem. Agt.
✓ Robert C. Bellas, Jr. (Business) Morgenthaler Partners VII, L.P. 2710 Sand Hill Road Menlo Park, CA 94025 e-mail: rbellas@morgenthaler.com 650.388.7619		12/04/03	Yes
✓ Andrew Cleeland (Home Address/cc to) 263 Shearwater Isle Foster City, CA 94404 (Business) Ardian, Inc. 1810A Embarcadero Road Palo Alto, CA 94303 1st Telephone: 650-496-5540		01/24/06	Yes
✓ Hanson S. Gifford III (Business) 199 Jefferson Drive Menlo Park, CA 94025		10/08/03	
✓ Henry Plain, Jr. (Business) 199 Jefferson Drive Menlo Park, CA 94025		10/08/03	Yes
✓ Richard Popp, MD (Business) c/o Advanced Technology Partners 485 Ramona Street, Suite 200 Palo Alto, CA 94301		01/18/05	
✓ Allan Will (Business) St. Paul Venture Capital 10400 Viking Drive Suite 550 Eden Prairie, MN 55344 952.995.7475		12/04/03	Yes



No. of Directors :

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